

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

EASTERN DISTRICT OF NORTH CAROLINA

Case number (if known) Chapter **11**☐ Check if this an amended filing

## Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **U.S. Tobacco Cooperative Inc.**

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) **56-0484598**

|                     |  |   |
|---------------------|--|---|
| 4. Debtor's address | Principal place of business            | Mailing address, if different from principal place of business              |
|                     | <b>1304 Annapolis Drive</b>            |   |
|                     | <b>Raleigh, NC 27608</b>               |   |
|                     | Number, Street, City, State & ZIP Code | P.O. Box, Number, Street, City, State & ZIP Code                            |
|                     | <b>Wake</b>                            | Location of principal assets, if different from principal place of business |
|                     | County                                 |   |
|                     |  | Number, Street, City, State & ZIP Code                                      |

5. Debtor's website (URL) **www.usleaf.com**

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: \_\_\_\_\_

Debtor **U.S. Tobacco Cooperative Inc.**  
Name

Case number (if known)

**7. Describe debtor's business** A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

**4249****8. Under which chapter of the Bankruptcy Code is the debtor filing?** *Check one:*

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

|          |       |      |       |             |       |
|----------|-------|------|-------|-------------|-------|
| District | _____ | When | _____ | Case number | _____ |
| District | _____ | When | _____ | Case number | _____ |

Debtor **U.S. Tobacco Cooperative Inc.**  
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☐ No  
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor **See Attachment**

District

When

Relationship

Case number, if known

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State &amp; ZIP Code

Is the property insured?

☐ No☐ Yes.

Insurance agency

Contact name

Phone

**Statistical and administrative information**

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49☒ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☒ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000☐ \$1,000,001 - \$10 million☐ \$500,000,001 - \$1 billion

|        |  |   |  |
|--------|--|---|--|
| Debtor | <b>U.S. Tobacco Cooperative Inc.</b>             | Case number (if known)  |  |
|        | Name   |   |  |
|        | <input type="checkbox"/> \$50,001 - \$100,000    | <input type="checkbox"/> \$10,000,001 - \$50 million              | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
|        | <input type="checkbox"/> \$100,001 - \$500,000   | <input type="checkbox"/> \$50,000,001 - \$100 million             | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
|        | <input type="checkbox"/> \$500,001 - \$1 million | <input checked="" type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion          |

Debtor **U.S. Tobacco Cooperative Inc.**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures****WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **July 7, 2021**  
MM / DD / YYYY**X /s/ Keith H. Merrick**

Signature of authorized representative of debtor

**Keith H. Merrick**

Printed name

Title **Chief Financial Officer****18. Signature of attorney****X /s/ Rebecca F. Redwine**

Signature of attorney for debtor

Date **July 7, 2021**

MM / DD / YYYY

**Rebecca F. Redwine**

Printed name

**Hendren, Redwine & Malone, PLLC**

Firm name

**4600 Marriott Drive****Suite 150****Raleigh, NC 27612**

Number, Street, City, State &amp; ZIP Code

Contact phone **(919) 420-7867**Email address **rredwine@hendrenmalone.com****NC State Bar 37012 NC**

Bar number and State

Debtor **U.S. Tobacco Cooperative Inc.** Case number (if known) \_\_\_\_\_  
 Name

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

EASTERN DISTRICT OF NORTH CAROLINA

Case number (if known) \_\_\_\_\_ Chapter **11**

☐ Check if this an amended filing

**FORM 201. VOLUNTARY PETITION**  
**Pending Bankruptcy Cases Attachment**

|          |   |                     |                             |
|----------|---|---------------------|-----------------------------|
| Debtor   | <b>Big South Distribution, LLC</b>                  | Relationship to you | <b>Subsidiary</b>           |
| District | <b>Eastern District North Carolina (Raleigh)</b>    | When _____          | Case number, if known _____ |
| Debtor   | <b>Franchise Wholesale, Co., L.L.C.</b>             | Relationship to you | <b>Subsidiary</b>           |
| District | <b>Eastern District North Carolina (Raleigh)</b>    | When _____          | Case number, if known _____ |
| Debtor   | <b>King Maker Marketing, Inc.</b>                   | Relationship to you | <b>Subsidiary</b>           |
| District | <b>Eastern District of North Carolina (Raleigh)</b> | When _____          | Case number, if known _____ |
| Debtor   | <b>Premier Manufacturing, Inc.</b>                  | Relationship to you | <b>Subsidiary</b>           |
| District | <b>Easter District of North Caolina (Raleigh)</b>   | When _____          | Case number, if known _____ |
| Debtor   | <b>U.S. Flue-Cured Tobacco Growers, Inc.</b>        | Relationship to you | <b>Subsidiary</b>           |
| District | <b>Eastern District of North Caolina (Raleigh)</b>  | When _____          | Case number, if known _____ |

**Fill in this information to identify the case:**Debtor name **U.S. Tobacco Cooperative Inc.**United States Bankruptcy Court for the: EASTERN DISTRICT OF NORTH CAROLINA

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filingOfficial Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **July 7, 2021****X /s/ Keith H. Merrick**\_\_\_\_\_  
Signature of individual signing on behalf of debtor**Keith H. Merrick**\_\_\_\_\_  
Printed name**Chief Financial Officer**\_\_\_\_\_  
Position or relationship to debtor

**Fill in this information to identify the case:**Debtor name **U.S. Tobacco Cooperative Inc.**United States Bankruptcy Court for the: **EASTERN DISTRICT OF NORTH CAROLINA**

Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

| Name of creditor and complete mailing address, including zip code           | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                 |
|---|--|---|--|--|---|-----------------|
|   |  |   |  | Total claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim |
| Aerotek Commercial Staffing<br>PO Box 198531<br>Atlanta, GA<br>30384-8531   |  |   |  |  |   | \$14,172.08     |
| Charter Communications (USFC)<br>PO Box 94188<br>Palatine, IL<br>60094-4188 |  |   |  |  |   | \$10,136.00     |
| CliftonLarsonAllen LLP<br>8215 Greenway Blvd<br>Middleton, WI 53562         |  |   |  |  |   | \$53,196.06     |
| Degesch America Inc<br>PO Box 116<br>Weyers Cave, VA<br>24486-0116          |  |   |  |  |   | \$3,409.28      |
| Dell Marketing LP<br>PO Box 534118<br>Atlanta, GA<br>30353-4118             |  |   |  |  |   | \$3,971.40      |
| Diligent Corporation<br>PO Box 419829<br>Boston, MA<br>02241-9874           |  |   |  |  |   | \$32,193.00     |
| Fidelity Investments Inst Ops<br>PO Box 73307<br>Chicago, IL<br>60673-7307  |  |   |  |  |   | \$13,415.41     |
| Golden Eagle Partnership LLC<br>120 Broadway<br>New York, NY 10271          |  |   |  |  |   | \$19,350.00     |



Debtor **U.S. Tobacco Cooperative Inc.**

Case number (if known)

Name

| Name of creditor and complete mailing address, including zip code               | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                 |
|---|--|---|--|--|---|-----------------|
|   |  |   |  | Total claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim |
| Iron Mountain<br>PO Box 27128<br>New York, NY<br>10087-7128                     |  |   |  |  |   | \$6,343.79      |
| J&M Sales & Service, LLC<br>PO Box 3114<br>Wilson, NC 27893                     |  |   |  |  |   | \$14,426.19     |
| Mcdermott Will & Emery<br>PO Box 6043<br>Chicago, IL<br>60680-6043              |  |   |  |  |   | \$8,610.00      |
| National Drayage Services<br>PO Box 62892<br>Baltimore, MD 21264                |  |   |  |  |   | \$14,022.40     |
| Nippon Express USA, Inc.<br>951 Aviation Parkway<br>Morrisville, NC<br>27560    |  |   |  |  |   | \$3,916.30      |
| RR Donnelley<br>PO Box 538602<br>Atlanta, GA<br>30353-8602                      |  |   |  |  |   | \$32,015.43     |
| Shawnee Technologies Inc<br>12126 Asbury Chapel Rd<br>Huntersville, NC<br>28078 |  |   |  |  |   | \$29,747.50     |
| Stoll Keenon Ogden PLLC<br>PO Box 11969<br>Lexington, KY<br>40579-1969          |  |   |  |  |   | \$12,550.00     |
| Time Warner Cable (PA)<br>PO Box 4617<br>Carol Stream, IL<br>60197-4617         |  |   |  |  |   | \$10,885.18     |
| Time Warner Cable (USTC)<br>PO Box 4617<br>Carol Stream, IL<br>60197-4617       |  |   |  |  |   | \$5,691.10      |
| Verizon Wireless<br>PO Box 660108<br>Dallas, TX<br>75266-0108                   |  |   |  |  |   | \$3,877.39      |

Debtor **U.S. Tobacco Cooperative Inc.**

Case number (if known)

Name

| Name of creditor and complete mailing address, including zip code              | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                   |
|--|--|---|--|--|---|-------------------|
|  |  |   |  | Total claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim   |
| <b>Watkins Tobacco Contractors, I<br/>4585 Watkins Rd<br/>Oxford, NC 27565</b> |  |   |  |  |   | <b>\$7,926.35</b> |

**United States Bankruptcy Court  
Eastern District of North Carolina**

In re **U.S. Tobacco Cooperative Inc.**

Debtor(s)

Case No.

Chapter

**11**

**VERIFICATION OF CREDITOR MATRIX**

I, the Chief Financial Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **July 7, 2021**

**/s/ Keith H. Merrick**

**Keith H. Merrick/Chief Financial Officer**

Signer/Title

**United States Bankruptcy Court  
Eastern District of North Carolina**

In re **U.S. Tobacco Cooperative Inc.**

Debtor(s)

Case No.

Chapter

**11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **U.S. Tobacco Cooperative Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

**July 7, 2021**

Date

**/s/ Rebecca F. Redwine**

**Rebecca F. Redwine**

Signature of Attorney or Litigant

Counsel for **U.S. Tobacco Cooperative Inc.**

**Hendren, Redwine & Malone, PLLC**

**4600 Marriott Drive**

**Suite 150**

**Raleigh, NC 27612**

**(919) 420-7867 Fax:(919) 420-0475**

**redwine@hendrenmalone.com**